

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	Chapter 11
<b>W.R. Grace &amp; Co., <u>et al.</u></b>	Case No. 01-01139 (JKF)
Debtors.	Jointly Administered

**EIGHTEENTH MONTHLY FEE APPLICATION OF STROOCK & STROOCK  
& LAVAN LLP FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD  
FROM SEPTEMBER 1, 2002 THROUGH SEPTEMBER 30, 2002**

Name of Applicant	<b>Stroock &amp; Stroock &amp; Lavan LLP</b>
Authorized to Provide Professional Services to:	<b>Official Committee of Unsecured Creditors</b>
Date of Retention:	<b>April 12, 2001</b>
Period for which compensation and reimbursement is sought	<b>September 1, 2002 – September 30, 2002</b>
Amount of Compensation sought as actual, reasonable and necessary:	<b>\$98,107.00 (80% - \$78,485.60)</b>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<b>\$15,567.77 (Stroock) \$771.50 (Chambers)</b>
This is an: <input checked="" type="checkbox"/> interim <input type="checkbox"/> final application	

The total time expended for the preparation of the Seventeenth Monthly Fee Statement is approximately 16.4 hours and the corresponding compensation requested is approximately \$3,423.00.

**Attachment A****Monthly Fee Applications**

		Requested		Approved for Payment	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001	4/12/01-4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
August 31, 2001	7/1/01-7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002	04/01/02 – 04/30/02	\$97,251.50	\$11,588.86	\$77,801.20	\$11,588.86
July 3, 2002	05/01/02-05/31/02	\$71,910.75	\$46,105.12	\$59,918.60	\$46,105.12

August 5, 2002	06/01/02 – 06/30/02	\$73,097.75	\$116,720.77	\$58,477.40	\$116,720.77
September 20, 2002	07/01/02 – 07/31/02	\$90,903.27	\$13,274.04	\$72,722.61	\$13,274.04
October 29, 2002	08/01/02 – 08/31/02	\$93,522.50	\$16,586.21	\$74,818.00	\$16,586.21

<b>WR GRACE</b>				
<b>ATTACHMENT B</b>				
<b>SEPTEMBER 1, 2002 - SEPTEMBER 30, 2002</b>				
				<b>No. of Years</b>
	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>	<b>In Position</b>
<b>Partners</b>				
Greenberg, Mayer	0.2	\$ 525.00	\$ 105.00	4
Kruger, Lewis	2.5	\$ 695.00	\$ 1,737.50	32
Levy, Mark	1.0	\$ 650.00	\$ 650.00	26
Pasquale, Kenneth	41.7	\$ 495.00	\$ 20,641.50	3
<b>Associates</b>				
Krieger, Arlene	68.4	\$ 475.00	\$ 32,490.00	18
Sasson, Moshe	39.5	\$ 395.00	\$ 15,602.50	8
Taruschio Anna	20.2	\$ 285.00	\$ 5,757.00	2
<b>Paraprofessionals</b>				
Calvo, Fernando	0.5	\$ 135.00	\$ 67.50	1
Defreitas, Vaughn	15.9	\$ 100.00	\$ 1,590.00	14
Giaquinto, Christine	3.9	\$ 155.00	\$ 604.50	1
Holzberg, Ethel	9.1	\$ 170.00	\$ 1,547.00	30
Horn, Meredith	13.5	\$ 155.00	\$ 2,092.50	2
Jones, Margaret	0.3	\$ 120.00	\$ 36.00	2
Mariano, Christine	17.3	\$ 155.00	\$ 2,681.50	6
Marseille, Stephen B.	4.3	\$ 160.00	\$ 688.00	1
Mohamed, David	5.0	\$ 100.00	\$ 500.00	13
Peters, Angelina	1.3	\$ 70.00	\$ 91.00	2
Schoenfeld, Benjamin	54.5	\$ 155.00	\$ 8,447.50	1
Serrette, Rosemarie	16.9	\$ 170.00	\$ 2,873.00	14
<b>Subtotal</b>	<b>316.0</b>		<b>\$ 98,202.00</b>	
<b>Less 50% Travel</b>	<b>-3.3</b>		<b>\$ (1,588.75)</b>	
<b>Total</b>	<b>312.8</b>		<b>\$ 96,613.25</b>	

<b>WR GRACE</b>			
<b>COMPENSATION BY PROJECT CATEGORY</b>			
<b>SEPTEMBER 1, 2002 - SEPTEMBER 31, 2002</b>			
<b>MATTER CODE</b>	<b>PROJECT CATEGORY</b>	<b>HOURS</b>	<b>TOTAL FEES (\$)</b>
0002	Claim Analysis Objection, Resolution & Estimation (Asbestos)	10.6	\$ 4,861.00
0013	Business Operations	2.2	1,045.00
0014	Case Administration	46.4	8,695.00
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	0.3	142.50
0017	Committee, Creditors', Noteholders', or Equity Holders'	9.2	4,480.00
0018	Fee Application, Applicant	16.4	3,423.00
0019	Case Administration	4.8	2,280.00
0021	Employee Benefits Pension	1.4	665.00
0034	Litigation and Litigation Counseling	200.9	60,798.50
0035	Travel - Non-Working	6.5	3,177.50
0037	Hearings	13.4	6,597.00
0041	Relief from Stay Proceedings	1.3	617.50
0047	Tax Issues	2.6	1,420.00
	<b>Subtotal</b>	<b>316.0</b>	<b>\$ 98,202.00</b>
	<b>Less 50% Travel</b>	<b>-3.3</b>	<b>\$ (1,588.75)</b>
	<b>Total</b>	<b>312.8</b>	<b>\$96,613.25</b>

## STROOCK

DATE	November 13, 2002
INVOICE NO.	273376
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098
RE	699843 W R Grace & Co

FOR PROFESSIONAL SERVICES RENDERED and disbursements incurred for the period through September 30, 2002 in connection with the following matters:

	FEES	TOTAL
0002 Claim Analysis Objection, Resolution & Estimation (Asbestos)	4,861.00	4,861.00
0013 Business Operations	1,045.00	1,045.00
0014 Case Administration	8,695.00	8,695.00
0015 Claims		
Analysis/Objections/Administration (Non-Asbestos)	142.50	142.50
0017 Committee, Creditors', Noteholders', or Equity Holders'	4,480.00	4,480.00
0018 Fee Application, Applicant	3,423.00	3,423.00
0019 Case Administration	2,280.00	2,280.00
0021 Employee Benefits Pension	665.00	665.00
0034 Litigation and Litigation Counseling	60,798.50	60,798.50
0035 Travel - Non-Working	3,177.50	3,177.50
0037 Hearings	6,597.00	6,597.00
0041 Relief from Stay Proceedings	617.50	617.50
0047 Tax Issues	1,420.00	1,420.00
TOTAL	98,202.00	98,202.00

## STROOCK

## INVOICE

DATE	November 13, 2002
INVOICE NO.	273376
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through September 30, 2002, including:

RE	Claim Analysis Objection, Resolution & Estimation (Asbestos) 699843 0002
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DATE	DESCRIPTION	NAME	HOURS
08/19/2002	Review court's memorandum opinion re asbestos committee's motion for leave to appeal the bar date order (.1).	Krieger, A.	0.1
09/04/2002	Review MS memorandum re Manville Trust hearing before Judges Weinstein and Lifland (.1); review ZAI claimants' response to Debtors' form of order setting schedule for science trial (.2).	Krieger, A.	0.3
09/04/2002	Attend hearing re: Manville Trust amendment; memo K. Pasquale re: same.	Sasson, M.	1.5
09/05/2002	Review Judge Wolin's memorandum decision and order affirming 6/18/02 ZAI order (.2); review Asbestos Committees' reply brief on litigation process for personal injury claims (.5); review Grace reply brief re personal injury claims resolution process (1.5); review Judge	Krieger, A.	2.3

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DATE	DESCRIPTION	NAME	HOURS
	Wolin's notice scheduling hearing on personal injury claims (.1).		
09/05/2002	Attention to filings (order denying ZAI appeal).	Sasson, M.	0.2
09/06/2002	Memos from and to LK re best interests as applied to asbestos cases (.2); review statute (.3).	Krieger, A.	0.5
09/10/2002	Attention to filings (ZAI opinion/order re: appeal) (.3).	Sasson, M.	0.3
09/11/2002	Attention to filings (transcript of 8/26/02 hearing) (.5).	Sasson, M.	0.5
09/12/2002	Attention to filings (Grace's objection ZAI response to Scheduling Order) (.3).	Sasson, M.	0.3
09/17/2002	Office conference with K. Pasquale(.1); telephone call with H. Kaminsky of King Street Capital regarding status of case(.1).	Kruger, L.	0.2
09/19/2002	Attention to ZAI claimants' motion to compel (.3)	Pasquale, K.	0.3
09/19/2002	Attention to Mobil/Honeywell petition for cert to Supreme Court re aggregation of asbestos claims (1.0)	Pasquale, K.	1.0
09/19/2002	Attention to filings (ZAI motion to compel).	Sasson, M.	0.3
09/20/2002	Review correspondence forwarded by W. Katchen re Mobil Corporation Supreme Court decision on product claims.	Krieger, A.	0.6
09/20/2002	Review Judge Wolin's order denying asbestos committees leave to appeal (.2).	Krieger, A.	0.2
09/20/2002	Attention to filings (Debtors' Objections to the ZAI Claimants' Motion to Compel) (.2).	Sasson, M.	0.2
09/22/2002	Review Gerard motion to require Maryland Casualty to post a bond pursuant to Rule	Krieger, A.	1.3

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DATE	DESCRIPTION	NAME	HOURS
	7065(c) (.5); review Debtors' reply to Gerard motion (.2); review Maryland Casualty's brief in opposition to Gerard's motion (.6).		
09/23/2002	Review Grace's response to ZAI motion to compel).	Sasson, M.	0.3
09/30/2002	Telephone call with D. Bernick regarding appointment of Eric Green as futures representative.	Kruger, L.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	5.3	\$ 475	\$ 2,517.50
Kruger, Lewis	0.4	695	278.00
Pasquale, Kenneth	1.3	495	643.50
Sasson, Moshe	3.6	395	1,422.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 4,861.00	

TOTAL FOR THIS MATTER	\$ 4,861.00
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RE	Business Operations 699843 0013
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DATE	DESCRIPTION	NAME	HOURS
09/03/2002	Memo from and to W. Gilligan re comments on FTI analyses of 2002 operating report (.2); telephone calls W. Gilligan re same (.3); further memo from and to W. Gilligan re responses to inquiries/comments to the FTI analysis (.2); Reviewed recent Form 8K and 10Q for the period ended June 30, 2002 (.7).	Krieger, A.	1.4
09/04/2002	Memo from and to W. Gilligan re divestiture of Grace Remediation Technologies, FTI analysis of 2002 operating results (.2); telephone conference W. Gilligan re same (.2).	Krieger, A.	0.4
09/09/2002	Telephone calls L. Hamilton re outstanding question on FTI analysis of second quarter 2002 operating results, Grace divestiture of technology (.4).	Krieger, A.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	2.2	\$ 475	\$ 1,045.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 1,045.00	

TOTAL FOR THIS MATTER	\$ 1,045.00
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RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
09/03/2002	Download recently filed pleadings and distribute same (1.2) Review various pleadings for assignment of central file categories in preparation for additional to filesurf database (2.4)	Defreitas, V.	3.6
09/03/2002	Memo to RS re claims docket reports (.1); office conference EH re finalization of fee matter categories for spreadsheet (.1).	Krieger, A.	0.2
09/04/2002	Review revised docket (.1); memo to V.DeFreitas re pleadings to be obtained (.1); attended to court's order granting the Committee's right to appear (.1).	Krieger, A.	0.3
09/05/2002	Download recently filed pleadings and distribute same (.9)	Defreitas, V.	0.9
09/05/2002	Prepare spreadsheets for fee auditor on fourth quarterly fee application (Jan - Mar 2002) (2.8).	Serrette, R.	2.8
09/06/2002	Worked on Project categories for the applications as per trustee's request.	Holzberg, E.	3.1
09/06/2002	Memos to and from LK, KP re strategy meeting (.2); office conferences RS re spreadsheet (.2); memos to and from W. Smith re category inquiry (.2).	Krieger, A.	0.6
09/06/2002	Respond to R. Serrette's request re: first, second and third fee application of WR Grace.	Mohamed, D.	0.9
09/09/2002	Review various case file documents to assign central file categories (1.3) Download sealed	Defreitas, V.	3.0

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DATE	DESCRIPTION	NAME	HOURS
	Air electronically filed documents and distribute same (1.7)		
09/09/2002	Revise contact list (.3).	Krieger, A.	0.3
09/09/2002	Respond to attorney request re: Retention application of Pricewaterhouse Coopers and US Trustees objections to same.	Mohamed, D.	0.8
09/10/2002	Completed work on project categories.	Holzberg, E.	1.9
09/10/2002	Review transcript from August 26, 2002 hearing (2.3).	Krieger, A.	2.3
09/10/2002	Office conference EH re preparation of spreadsheet for court categorizing fees/expenses into required matter numbers (.2);	Krieger, A.	0.2
09/11/2002	Made revisions to Project categories; disc. w/R. Serrette & A. Krieger re same.	Holzberg, E.	0.8
09/11/2002	Office conference RS re preparation of spreadsheets with respect to 2001 fees/expenses for W. Smith and the court (.2); office conference LK re call from L. Ferdinand (W. Smith's office ) (.2); telephone conference L. Ferdinand re spreadsheet (.2); telephone conference LK re substance of conversation with L. Ferdinand (W. Smith's office), Smith correspondence to the court requesting adjournment of 9/23/02 fee hearing, 9/23/02 calendar (.2); office conference RS re same(.2).	Krieger, A.	1.0
09/11/2002	printed the Invoices, fees and expenses for W. R. Grace (1.30)	Peters, A.	1.3
09/11/2002	Conf with fee auditors office re spreadsheet format (.1); confs with L. Hamilton (FTI) and A. Krieger re same (.2); review prepared summary (.5).	Serrette, R.	0.8
09/12/2002	Created spreadsheet for new matter/amounts on fee application (1.5 hr)	Giaquinto, C.	1.5

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DATE	DESCRIPTION	NAME	HOURS
09/12/2002	Worked on Project Categories (expenses).	Holzberg, E.	1.5
09/13/2002	Download various court filed documents and distribute same.	Defreitas, V.	1.3
09/13/2002	Memo from and to L. Hamilton re second supplemental affidavit of Ed Ordway (.1); review BRS acquisition documents (.4); memo from and to KP re attendance at the fraudulent transfer trial (.2); office conferences RS re spreadsheet for fee auditor (.2).	Krieger, A.	0.9
09/17/2002	Memo from and to KP re agenda for 9/23/02 hearing and attorney to attend (.1); review updated docket received from local counsel (.1).	Krieger, A.	0.2
09/17/2002	Research August 2002 agenda re: Stroock fees (1.4), download docket no. 2687 monthly operating report with 24 exhibits and email to internal distribution list (1.9).	Mohamed, D.	3.3
09/18/2002	Conference with RS re: various upcoming pending matters (.2) Download various bankruptcy & adversary pleadings and distribute same (.8)	Defreitas, V.	1.0
09/18/2002	Memo to and from C. Lane re conference to discuss outstanding matters (.1).	Krieger, A.	0.1
09/18/2002	Conference with V. Defreitas on various pending administrative issues (.2).	Serrette, R.	0.2
09/19/2002	Download Sealed Air documents and distribute same (from dates 9/13-9/19 -(2.2); Researched various docs in case (01-971) and distribute same (.9)	Defreitas, V.	3.1
09/20/2002	Worked on memo to AGK re adjustments to matters.	Holzberg, E.	1.8
09/20/2002	Memorandum to and from V.Defreitas re additional documents for 9/23/02 hearing	Krieger, A.	0.7

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DATE	DESCRIPTION	NAME	HOURS
	before Judge Fitzgerald (.6); memoranda to and from C. Whitney, LK, KP re meeting with Chambers Associates (.1).		
09/20/2002	Conf with A. Krieger to prepare for hearing (.1); review of fee order and spreadsheet (.2).	Serrette, R.	0.3
09/23/2002	Memo from and to MS re Wachovia Bank motion for stay relief (.1).	Krieger, A.	0.1
09/23/2002	Review and revise Stroock Spreadsheet for the period through March 2002 (.5).	Serrette, R.	0.5
09/24/2002	Memos to RS re amended schedule of fees to be filed with the Court (.1).	Krieger, A.	0.1
09/24/2002	Conf with A. Krieger and L. Ferdinand (Warren Smith's office re 4th Quarter cumulative figures and edits to same) (.5).	Serrette, R.	0.5
09/25/2002	Per A. Kreiger, research docket to find motions, responses.	Calvo, F.	0.5
09/25/2002	Memo re omnibus hearings scheduled by Judge Fitzgerald (.1); memo to M. Lastowski re same (.1); office conference LK re Cybergenics decision and impact on the chapter 11 cases, hearing before Judge Fitzgerald (.2)	Krieger, A.	0.4
09/26/2002	Download recently filed case pleadings and distribute same(2.0) ; prepare subfolders and file pleadings (.5) update the case file index with new doc's and prepare for inclusion into central files (.5).	Defreitas, V.	3.0
09/27/2002	Review updated docket (.2); correspondence from R. Higgins re court directive that no order be submitted with quarterly fee application (.1).	Krieger, A.	0.3
09/30/2002	Memos from and to C. Whitney, KP, LK re meeting with L. Chambers (.3).	Krieger, A.	0.3

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Calvo, Fernando	0.5	\$ 135	\$ 67.50
Defreitas, Vaughn	15.9	100	1,590.00
Giaquinto, Christine	1.5	155	232.50
Holzberg, Ethel	9.1	170	1,547.00
Krieger, Arlene	8.0	475	3,800.00
Mohamed, David	5.0	100	500.00
Peters, Angelina	1.3	70	91.00
Serrette, Rosemarie	5.1	170	867.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 8,695.00	
TOTAL FOR THIS MATTER		\$ 8,695.00	

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RE	Claims Analysis/Objections/Administration (Non-Asbestos) 699843 0015
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DATE	DESCRIPTION	NAME	HOURS
09/19/2002	Review draft MCNIC stipulation and MCNIC complaint (.3).	Krieger, A.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	0.3	\$ 475	\$ 142.50

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 142.50
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TOTAL FOR THIS MATTER	\$ 142.50
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RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
09/03/2002	Telephone call with W. Katchen regarding status and strategy for Committee regarding issues to be raised by parties before Judge Wolin and binding effect unrelated to Sealed Air litigation and possible issue of fraudulent transfer experts (.3); telephone call with K. Pasquale regarding effect of Judge Wolin's decision in Sealed Air on other issues in the case (.2).	Kruger, L.	0.5
09/05/2002	Memo to the Committee re Court's scheduling of a hearing to consider a case management order for personal injury claims (.2).	Krieger, A.	0.2
09/06/2002	Telephone call Sean Cunningham re final form of FTI analysis for submission to the Committee, divestiture inquiry (.1).	Krieger, A.	0.1
09/17/2002	Prepare memorandum to the Committee re Grace's motion to withdraw and Sealed Air and asbestos committee's pleading in response (2.4).	Krieger, A.	2.4
09/18/2002	Telephone call Frank Monaco re Grace's motion to withdraw as intervening party and related pleadings (.2); telephone call C. Bastable re fraudulent transfer litigation before Judge Wolin (.3).	Krieger, A.	0.5
09/20/2002	Prepare memo to T. Maher re proposed MCNIC settlement (.3); memo to and from C. Lane re MCNIC settlement and status of payment to Petrolink (.1).	Krieger, A.	0.4
09/20/2002	Memorandum to LK re FTI acquisition and	Krieger, A.	0.5

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DATE	DESCRIPTION	NAME	HOURS
	Committee retention (.5).		
09/25/2002	Telephone calls S. Cunningham re transmittal of financial information to signatories to confidentiality agreement (.2); telephone calls L. Hamilton re above and correspondence to R. Douglas (.3); correspondence to S. Cunningham re Debtors' pleadings to settle IRS issues, modify Norris Agreement (.2).	Krieger, A.	0.7
09/29/2002	Prepare memorandum to the Committee re pending motions including Bank of America's motion for stay relief Debtors' motion for approval of IRS settlement agreement .	Krieger, A.	3.5
09/30/2002	Prepare memorandum to the Committee re Wachovia Bank motion for stay relief to effect a setoff (.2); telephone call LK re Bank setoff motions, Norris contract motion and IRS settlement motion and conversation with T. Maher regarding same (.2).	Krieger, A.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	8.7	\$ 475	\$ 4,132.50
Kruger, Lewis	0.5	695	347.50

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 4,480.00
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TOTAL FOR THIS MATTER	\$ 4,480.00
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RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
09/06/2002	Review draft of 4th quarterly fee application spreadsheet (.8)	Krieger, A.	0.8
09/11/2002	Amended fee applications for R. Serrette (.7)	Giaquinto, C.	0.7
09/11/2002	Created new spreadsheet / fee application R Serrette (1.7)	Giaquinto, C.	1.7
09/12/2002	Prepare Stroock's July fee application (2.7).	Serrette, R.	2.7
09/13/2002	Office conference R. Serrette re review of July 2002 SSL invoice (.1).	Krieger, A.	0.1
09/16/2002	E-mail conf with S. Hollinghead re CNO (.3).	Serrette, R.	0.3
09/18/2002	Review July 2002 SSL Invoice (1.3).	Krieger, A.	1.3
09/18/2002	Review of August time entries (.7).	Serrette, R.	0.7
09/18/2002	E-mail conf with L. Ferdinand (fee auditor) re Stroock's spreadsheet for fourth quarter (.1); research re same (.2); further conferences with L. Ferdinand re spreadsheet (.1); edit to same (.4).	Serrette, R.	0.8
09/19/2002	Edits to July fee application (1.7); review of fee auditor's compensation spread sheet (.3); conf with A. Krieger re same (.1).	Serrette, R.	2.1
09/20/2002	Filing and service of fee application for July.	Serrette, R.	3.8
09/24/2002	Prepare July bill for submission to fee auditor (.3).	Serrette, R.	0.3
09/24/2002	Prepare July bill for submission to fee auditor.	Serrette, R.	0.3

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DATE	DESCRIPTION	NAME	HOURS
09/26/2002	Review and revise fee detail for August (.8).	Serrette, R.	0.8

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Giaquinto, Christine	2.4	\$ 155	\$ 372.00
Krieger, Arlene	2.2	475	1,045.00
Serrette, Rosemarie	11.8	170	2,006.00

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,423.00
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TOTAL FOR THIS MATTER	\$ 3,423.00
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## STROOCK

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RE	Case Administration 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
09/04/2002	Telephone conference B. Cleavell (counsel for Aon Consulting re debtors' operating status (.1); correspondence to Conor Bastable (DK Acquisition) re ZAI-related pleadings (.8).	Krieger, A.	0.9
09/11/2002	Extended telephone conference Jay Novotney (Citadel Investment Group) re case/litigation status and issues (.7); correspondence from and to Conor Bastable re pre-trial conference, hearing transcripts inquiry (.1).	Krieger, A.	0.8
09/23/2002	Telephone calls Jay Novotney (Citadel) re Third Circuit Cybergenics decision (.6); office conference KP re above (.1).	Krieger, A.	0.7
09/24/2002	Telephone call C. Bastable re Cybergenics case and conference before Judge Wolin (.3); telephone call Jack Hersh re Cybergenics decision and conference before Judge Wolin (.3).	Krieger, A.	0.6
09/25/2002	Telephone call J. Manichevitz (Moore Capital) re Cybergenics decision and impact on Grace cases (.5).	Krieger, A.	0.5
09/26/2002	Extended telephone conference Jay Novotney re Cybergenics decision and impact on Grace cases (.6).	Krieger, A.	0.6
09/27/2002	Telephone call J. Madigan (JP Morgan) re Cybergenics case and impact on Grace cases, asbestos-related issues generally (.4); telephone call Sandy Moselton (University of Illinois re status of case )(3).	Krieger, A.	0.7

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	4.8	\$ 475	\$ 2,280.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,280.00	
TOTAL FOR THIS MATTER		\$ 2,280.00	

## STROOCK

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RE	Employee Benefits Pension 699843 0021
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DATE	DESCRIPTION	NAME	HOURS
09/24/2002	Attended to motion approving modified Norris employment agreement and memo to M. Wintner re same (.3).	Krieger, A.	0.3
09/29/2002	Review Debtors' motion for approval of amendment to Norris' contract (1.0).	Krieger, A.	1.0
09/30/2002	Office conference M. Wintner re Debtors' motion to amend Norris' employment contract (.1).	Krieger, A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	1.4	\$ 475	\$ 665.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 665.00	

TOTAL FOR THIS MATTER	\$ 665.00
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## STROOCK

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RE	Litigation and Litigation Counseling 699843 0034
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DATE	DESCRIPTION	NAME	HOURS
07/08/2002	Reviewed pleadings & organized (2.0) Reviewed recent correspondence & filed (2.0).	Schoenfeld, B.	4.0
07/09/2002	Reviewed JR for bankruptcy case/organized file	Schoenfeld, B.	4.5
07/22/2002	Reviewed & organized documents received via e-mail from bankruptcy.	Schoenfeld, B.	3.5
07/23/2002	Obtain pleadings from adversary print; file accordingly /index	Schoenfeld, B.	4.0
08/22/2002	Updated latest J.R. & correspondence file - Reviewed & printed emails/organized file - indexed & labeled	Schoenfeld, B.	5.0
08/27/2002	Review emails from bankruptcy (1.5) printed emails (1.0) Meeting with C. Mariano re: filing of documents (.5) Filed/organized emails (2.0)	Schoenfeld, B.	5.0
08/28/2002	Meeting with J. Bertuglia re: indexes for adversarial & bankruptcy proceeding (1.5) Reviewed/printed emails re: bankruptcy (2.5)	Schoenfeld, B.	4.0
09/03/2002	Review trial exhibits list from Sealed Air (.2); notices of depositions, trial witnesses (.2); review correspondence from Judge Wolin re response to letter from counsel to Travelers Insurance Co., (.2); review Sealed Air motion to strike supplemental expert report of Peterson, or grant alternative relief and report supplement (3.4); memos to and from KP re court approval of the Committee's motion to receive attorneys eyes only documents and restrictions on transmission thereof (.2).	Krieger, A.	4.2

## STROOCK

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DATE	DESCRIPTION	NAME	HOURS
09/03/2002	Review several e-mails from the bankruptcy dept.	Mariano, C.	0.5
09/03/2002	Drafted Order re "eyes only" disclosures to Committee (Stroock) (.6); attention to parties' witness and exhibit lists (.5)	Pasquale, K.	1.1
09/03/2002	T/C K. Pasquale re: motion for confidential documents (.2); attention to filings (Transcript of 7/25/02 hearing; Defendant's Motion to Strike Peterson Supplemental Report; US Witnesses and Trial Exhibits lists) (1.5).	Sasson, M.	1.7
09/03/2002	Reviewed emails from Bankruptcy (.7) Printed emails (1.5) organized & labeled (.8)	Schoenfeld, B.	3.0
09/03/2002	Research (1.2); review cases (.9).	Taruschio, A.	2.1
09/04/2002	Continue review of Petersen's expert report supplement (1.3); review Judge Wolin memorandum opinion and order re special master's August 16 order (.1).	Krieger, A.	1.4
09/04/2002	Review correspondence (.3), review e-mails from bankruptcy (.3), review docket to obtain additional documents (.4)	Mariano, C.	1.0
09/04/2002	Attention to filings (orders granting intervention, opinion re: privilege issues).	Sasson, M.	0.8
09/04/2002	Updated most recent JR file & correspondence. Organized/labeled & filed.	Schoenfeld, B.	4.0
09/05/2002	Review 9/4/02 correspondence from Milberg Weiss re expert reports (.1); notices of deposition of Grace representatives (.1); Sealed Air's subpoena of W.D.Hilton (.1); continue review of supplemental Pertersen report (.8).	Krieger, A.	1.1
09/05/2002	Review and forward e-mails from Bankruptcy department for filing.	Mariano, C.	0.3
09/05/2002	Telephone conference M. Browdy re "eyes	Pasquale, K.	0.2

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PAGE: 20			
DATE	DESCRIPTION	NAME	HOURS
	only" production (.2)		
09/05/2002	Fraudulent transfer litigation research (2.1).	Taruschio, A.	2.1
09/06/2002	Review e-mails from Bankruptcy (.3). Obtain depositions, review and sort exhibits (.9). Load depositions into Livenote (.5) Copy depositions for distribution (.3)	Mariano, C.	2.0
09/06/2002	Letter to J. Dreier re proposed order (.2); attention to parties' expert reports (1.0)	Pasquale, K.	1.2
09/09/2002	Review Seal Air motion to strike Hilton as witness (.1); order from Judge Dreier granting Committee motion to receive attorneys Eyes Only documents (.1).	Krieger, A.	0.2
09/09/2002	Attention to plaintiffs' expert response to Goldin (solvency) report (1.0); continued attention to deposition digests (1.5)	Pasquale, K.	2.5
09/09/2002	Attention to filings (review reply CDG expert report) (1.5).	Sasson, M.	1.5
09/10/2002	Review Grace Docket from Court and begin to compare to documents received in adversarial proceeding (2.3)	Mariano, C.	2.3
09/10/2002	T/C K. Pasquale, C. Mariano re: additional transcripts (.2); attention to filings (SA Motion to Strike; parties designations) (.5).	Sasson, M.	0.7
09/10/2002	Reviewed emails from Bankruptcy (.2) Print emails (.5) Organize & file (.3)	Schoenfeld, B.	1.0
09/11/2002	Continue to compare Grace Court Docket to documents received in adv. proceeding (2.2)	Mariano, C.	2.2
09/11/2002	Attention to Grace's motion to withdraw as intervenor (.8)	Pasquale, K.	0.8
09/11/2002	Review deposition digests of Rourke, Hickey.	Sasson, M.	3.0
09/11/2002	Review emails from Bankruptcy (1.0) Print	Schoenfeld, B.	3.5

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DATE	DESCRIPTION	NAME	HOURS
	emails (1.5) Index file/sort (1.0)		
09/12/2002	Telephone call from and to KP re Grace motion to withdraw participation as intervenor in fraudulent transfer litigation (.2); review Grace motion and memorandum re above (.3); memo to C. Bastable advice regarding pre-trial hearing before September 30th Trial (.1).	Krieger, A.	0.6
09/12/2002	Obtain documents from M. Sasson (.2) sort all general bankruptcy correspondence (.6) and file (.4). Obtain copies of specific correspondence re: CCR proceeding (.5) and distribute to all counsel (.3).	Mariano, C.	2.0
09/12/2002	Review deposition digests of Hickey, Ellberger, Beber (5.5); review articles re: FT actions (.3).	Sasson, M.	5.8
09/12/2002	Review emails from Adversary (1.5) Print emails (2.0) Organize & file (1.0)	Schoenfeld, B.	4.5
09/12/2002	Review cases (.8); draft memo (.4).	Taruschio, A.	1.2
09/13/2002	Memo from KP re asbestos committee's response to Grace's motion to withdraw as intervenor (.1); attended to motions notices in respect of fact witness, trial exhibits, deposition notices (.3); review Sealed Air's motion to exclude Gutierrez expert report (.2); attended to Sealed Air's motion to strike asbestos committee's expert report (.5); memo to KP re recent pleadings (.4).	Krieger, A.	1.5
09/13/2002	Attention to Sealed Air's response to Grace's motion to withdraw (.3); attention to plaintiff's response to same (.3); telephone conference W. Kitchen re same (.1); attention to respective parties designated deposition testimony (2.0)	Pasquale, K.	2.7
09/13/2002	Review deposition digests of McGowan, Collins, Florence (4.5); t/c R. Fleischman, M. Browdy re: seeking copies of expert reports/confidentiality issues (.6); t/c K.	Sasson, M.	5.8

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DATE	DESCRIPTION	NAME	HOURS
	Pasquale re: order allowing access to documents (.2); t/c R. Fleischman re: same; email copy to same (.3); t/c C. Mariano re: digests, order granting access to documents (.2).		
09/14/2002	Review/draft memo regarding fraudulent transfer.	Taruschio, A.	4.2
09/16/2002	Obtain copies of expert reports for Moshe Sasson and create PDF Files.	Mariano, C.	0.8
09/16/2002	Attention to parties' respective in limine motions (1.5); attention to USA's rebuttal expert reports (.5)	Pasquale, K.	2.0
09/17/2002	Prepare expert reports for scanning to pdf format	Horn, M.	1.0
09/17/2002	Create files for expert reports	Horn, M.	1.0
09/17/2002	Review Sealed Air's opposition to Grace motion to withdraw assistance (.2); review asbestos plaintiffs response to Grace and Sealed Air pleadings (.2); office conference LK re indemnification point (.1); review documentation on indemnification (1.4); review defendants motions in limine filed 9/13/02 (1.5); review notices re depositions (.2); telephone call Jan Baer re indemnification issues (.1); telephone call Scott McMillian re indemnification provision and notes thereon (.5); memo to LK, KP re same (.5).	Krieger, A.	4.7
09/17/2002	Review file to obtain a copy of correspondence regarding expert reports. (.5)	Mariano, C.	0.5
09/17/2002	Telephone conference H. Kaminsky re status of proceedings (.4)	Pasquale, K.	0.4
09/17/2002	T/c K. Pasquale re: status, adversary procedures (.2); o/c M. Horn, M. Bowen re: expert reports (.5); t/c K. Larson re: RAM report, amended confidentiality order (.2);	Sasson, M.	2.7

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DATE	DESCRIPTION	NAME	HOURS
	attention to filings (motion to withdraw, opposition, motion for continuance) (.8); attention to expert reports (1.0).		
09/17/2002	Viewed emails for Bankruptcy case printed/sorted/indexed	Schoenfeld, B.	2.0
09/17/2002	Research/draft fraudulent transfer memo (1.2); telephone call regarding same with K. Pasquale (.1).	Taruschio, A.	1.3
09/18/2002	Compare expert report copies to original reports to make sure we have received a complete set	Horn, M.	1.0
09/18/2002	Prepare expert reports for scanning	Horn, M.	0.5
09/18/2002	Create list of expert reports	Horn, M.	0.5
09/18/2002	Telephone call KP re Wolin hearing and denial of Grace's motion to withdraw as intervenor (.1); office conference LK re same (.1); review deposition, other discovery-related notices (.8); review Sealed Air motion re legal standard for environmental claims (.3); review plaintiffs' motion re environmental experts (.3).	Krieger, A.	1.6
09/18/2002	Court hearing on Grace's motion to withdraw as intervenor defendant (.8); attention to rebuttal deposition designations (1.0)	Pasquale, K.	1.8
09/18/2002	Review Defendant's motion to determine legal standard for Environ, Liabilities(.5); SA's response to Committee's Opposition to Motion to Withdraw(.5); attention to creation of database for expert reports(1.5).	Sasson, M.	2.5
09/19/2002	Review Judge Wolin's memorandum decision denying Grace's withdrawal motion (.2); memos to and from KP re same (.2); review Asbestos Committee opposition to Grace withdrawal (.2); review motions filed by Sealed Air, Asbestos Committees (.5).	Krieger, A.	1.1

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PAGE: 24			
DATE	DESCRIPTION	NAME	HOURS
09/19/2002	Attention to parties' respective in limine motions and motions to strike expert testimony	Pasquale, K.	0.8
09/19/2002	Review Defendant's Motion to Strike Peterson Report(.5); 9/18/02 decision and Order re: Grace's Motion to Withdraw(.5); Motion in Limine re: government's fact witnesses; Motion in Limine re Grave's additional expert witnesses(.5); Grace Joinder (.5); attention to additional expert reports (.3).	Sasson, M.	2.8
09/20/2002	Create list of expert reports	Horn, M.	1.0
09/20/2002	Compare pdf files to actual expert reports	Horn, M.	1.0
09/20/2002	Review Grace Sealed Air motions and memoranda in limine.	Krieger, A.	0.2
09/20/2002	Review e-mails from Ken Pasquale and print (.6). Call Jane Rose Reporting re: Confidential and Priv. Documents (.3). Speak to Ken Pasquale re: upcoming trial date and witnesses in the case (.2). Review expert reports (.4)	Mariano, C.	1.5
09/20/2002	Attention to Grace's motion in limine (.2); attention to certain creditors' inquiries re status (.8); attention to Peterson expert reports (2.0); attention to FTI solvency report (.6)	Pasquale, K.	3.6
09/20/2002	Review Voting Rights Motion(.4); Grace's Motion in Limine to Preclude the Admission of Estimation Evidence(.3); Motion for Leave to File a Motion in Limine) (.1); t/c K. Pasquale, Milberg re: deposition transcripts (.2); o/c C. Mariano re: transcripts, expert reports (.2).	Sasson, M.	1.2
09/22/2002	Review ZAI claimants' motion to compel (1.3).	Krieger, A.	1.3
09/23/2002	Memos from and to KP re Third Circuit Cybernetics decision and implications thereof (.2).	Krieger, A.	0.2

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DATE	DESCRIPTION	NAME	HOURS
09/23/2002	Researched retroactivity of decisions in Third Circuit (with particular emphasis on bankruptcy law).	Marseille, S.	4.3
09/23/2002	Reviewed Tarola deposition testimony (.8); attention to Third Circuit's Cybergenics decision and retroactivity of decision (3.0); telephone conferences certain creditors re same (.6); telephone conference H. Wasserstein re same (.2); memo to Committee re same (.4)	Pasquale, K.	5.0
09/23/2002	Review Grace motion in limine(.1); agenda(.1); objection to exhibits) (.1); review cybergenics decision (2.5).	Sasson, M.	2.8
09/23/2002	Reviewed emails for Bankruptcy; printed emails; filed/organized	Schoenfeld, B.	2.0
09/24/2002	Create files for depositions	Horn, M.	2.0
09/24/2002	Load depositions into LiveNote	Horn, M.	1.0
09/24/2002	Load expert reports into DocsOpen	Horn, M.	1.0
09/24/2002	Memos to M. Lastowski and B. Katchen re Cybergenics decision (.2); review decision (1.5); memos to and from KP re Cybergenics (.2).	Krieger, A.	1.9
09/24/2002	Office conference re Cybergenics decision and impact on Grace case (.3).	Krieger, A.	0.3
09/24/2002	Office conference with K. Pasquale regarding results of Judge Wolin's hearing and memo to committee with recommendations.	Kruger, L.	0.4
09/24/2002	Speak with Paralegal Meredith Horn regarding depositions and loading documents into LiveNote (.3). Review transcripts received from Jane Rose Reporting, along with exhibits (.3). Review e-mails from Bankruptcy (.3). Review documents from Columbia and attempt to find a translator (.3)	Mariano, C.	1.2

## STROOCK

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DATE	DESCRIPTION	NAME	HOURS
09/24/2002	Memo to Committee re trial postponement and related issues (.8); telephone conferences creditors re status (1.5); attention to options following Cybergenics opinion (2.0)	Pasquale, K.	4.3
09/24/2002	Attention to filings (defendant's statement of law(.2); exhibit list(.1); objection to designations(.1); US objections (.1); attention to 3rd circuit report of stay (t/c K. Pasquale, other counsel, online review) (.7).	Sasson, M.	1.2
09/24/2002	Reviewed email from Adv. (1.0) Printed emails (1.5) Organized/filed emails (1.0) Labeled & Indexed (1.0)	Schoenfeld, B.	4.5
09/25/2002	Load new depositions into LiveNote	Horn, M.	1.5
09/25/2002	Create files for new depositions	Horn, M.	1.0
09/25/2002	Compare expert reports to make sure we have a complete set	Horn, M.	0.8
09/25/2002	Request deposition from Esquire and send confirmation email	Horn, M.	0.2
09/25/2002	K. Pasquale - Sealed Air, Grace Trial - calls to Mealeys on status of Trial and determination by Judge Wolin.	Jones, M.	0.3
09/25/2002	Draft memo to file regarding further depositions (.3). Speak to Ken Pasquale regarding trial date (.2). Print cases from Westlaw for attorney review (.4). Review e-mails from Bankruptcy (.4). Review faxed correspondence from Moshe Sasson (.3)	Mariano, C.	1.6
09/25/2002	Attention to letter to Judge Wolin re: Cybergenics and underlying issues (2.5).	Pasquale, K.	2.5
09/25/2002	T/C K. Pasquale, Library re: 3rd circuit report of stay (.2); Review Proceeding Minutes of 9/24/02 Case Management Conference(.1); US Response to SA Motion re: Environmental Legal Standard(.3); Renewed SA Motion to	Sasson, M.	1.9

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## STROOCK

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DATE	DESCRIPTION	NAME	HOURS
	Preclude ZAI Evidence(.3); Objection to SA's Motion in Limine re: Environmental Fact Witnesses(.3); Objection to SA's Motion re: Environmental Legal Standard(.3); Consolidated objections To Sealed Air's various motion Compel Discovery, strike Plaintiffs' Expert, and various in Limine Motions (.4).		
09/25/2002	Westlaw research regarding trustee and examiner issues for Wolin letter (.5); review/cases/draft memo regarding same (2.3).	Taruschio, A.	2.8
09/26/2002	Memos from and to KP re Cybergenics hearing before Judge Wolin (.2).	Krieger, A.	0.2
09/26/2002	Office conference with K. Pasquale reviewing response to Judge Wolin in light of Cybergenics decision.	Kruger, L.	0.4
09/26/2002	Review e-mails from Bankruptcy (.3) and forward (.1). Draft memo to File regarding possible trial dates and depositions (.2). Review new transcripts received from Jane Rose Reporting (.3). and briefly review priv. documents received with depositions (.5)	Mariano, C.	1.4
09/26/2002	Revisions to draft letter to Judge Wolin (.5).	Pasquale, K.	0.5
09/26/2002	Review Grace response to US motion in Limine(.2); Grace's Oppositions re: Plaintiff's Motion in Limine) (.3).	Sasson, M.	0.5
09/26/2002	Westlaw research regarding trustee and examiner issues for Wolin letter (1.3); review same (.8); Westlaw research regarding conflict issues (.9); review same (.8); office conference with K. Pasquale regarding Wolin letter (.3); redraft/revise same (.6); Westlaw research regarding 1123(b)(3)(B) issue (.8); review same (.7).	Taruschio, A.	6.2
09/27/2002	Review proposed correspondence to Judge Wolin re Committee's proposed course of	Krieger, A.	2.5

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DATE	DESCRIPTION	NAME	HOURS
	action, fraudulent transfer litigation and prepare comments thereon (.8); memo to KP re same (.1); review transcript of 9/24/02 hearing before Judge Wolin (1.6).		
09/27/2002	Review of proposed letter to Judge Wolin regarding Cybergenics.	Kruger, L.	0.2
09/27/2002	Revisions to draft letter to Judge Wolin (1.0); email to Committee re same (.3); telephone conferences M. Browdy re same (.2)	Pasquale, K.	1.5
09/27/2002	Review 9/24 transcript re: cybergenics (.8); review and comment on letter to Wolin re: cybergenics (.2).	Sasson, M.	1.0
09/27/2002	Review Wolin letter (.2); office conference with K. Pasquale regarding same (.1).	Taruschio, A.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Horn, Meredith	13.5	\$ 155	\$ 2,092.50
Jones, Margaret	0.3	120	36.00
Krieger, Arlene	23.0	475	10,925.00
Kruger, Lewis	1.0	695	695.00
Mariano, Christine	17.3	155	2,681.50
Marseille, Stephen B.	4.3	160	688.00
Pasquale, Kenneth	30.9	495	15,295.50
Sasson, Moshe	35.9	395	14,180.50
Schoenfeld, Benjamin	54.5	155	8,447.50
Taruschio Anna	20.2	285	5,757.00

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 60,798.50
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TOTAL FOR THIS MATTER	\$ 60,798.50
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RE	Travel - Non-Working 699843 0035
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DATE	DESCRIPTION	NAME	HOURS
09/03/2002	Attendant travel to and from court hearing (1.5)	Pasquale, K.	1.5
09/18/2002	Attendant travel to and from court hearing	Pasquale, K.	1.5
09/23/2002	Travel back to SSL from court hearing(2.0).	Krieger, A.	2.0
09/24/2002	Attendant travel re court hearing in Newark	Pasquale, K.	1.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	2.0	\$ 475	\$ 950.00
Pasquale, Kenneth	4.5	495	2,227.50

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,177.50
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TOTAL FOR THIS MATTER	\$ 3,177.50
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RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
09/03/2002	Preparation for (.3) and status conference before Judge Wolin (2.2)	Pasquale, K.	2.5
09/17/2002	Review agenda for 9/23/02 hearing (.1); memo to C. Lane re status of matters to be heard (.1).	Krieger, A.	0.2
09/18/2002	Telephone conference C. Lane re matters to be heard by the court on 9/23/02, including MCNIC settlement under discussion, Gerard motion for bond, Kane lift stay (.5).	Krieger, A.	0.5
09/19/2002	Memos to V. Defreitas re pleadings for hearings (.3); review docket for pleadings (.1); office conference RS re copies of fee spread sheets and related materials for hearing (.1).	Krieger, A.	0.5
09/20/2002	Attended to matters to be heard by Judge Fitzgerald on 9/23/02 (1.3); review amended agenda (.1); office conference RS re proposed order awarding fees and related documents for court hearing (.6)	Krieger, A.	2.0
09/23/2002	Travel to Delaware for Court hearing during which review matters to be considered by Court and fee order and schedule and e-mails and telephone conference to RS re fee matters (2.2); court hearing (2.4).	Krieger, A.	4.6
09/23/2002	Review of Cybergenics decision by 3rd circuit and the impact on Sealed Air trial (.4); office conference with K. Pasquale regarding same and attendance at hearing called by Judge Wolin (.2).	Kruger, L.	0.6
09/24/2002	Preparation for (1.0) and court hearing re effect	Pasquale, K.	2.5

## STROOCK

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DATE	DESCRIPTION	NAME	HOURS
	of Cybergenics decision on Sealed Air litigation (1.5)		

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	7.8	\$ 475	\$ 3,705.00
Kruger, Lewis	0.6	695	417.00
Pasquale, Kenneth	5.0	495	2,475.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 6,597.00
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TOTAL FOR THIS MATTER	\$ 6,597.00
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## STROOCK

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RE	Relief from Stay Proceedings 699843 0041
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DATE	DESCRIPTION	NAME	HOURS
09/22/2002	Review Debtors opposition to Kane motion to lift the stay and Kane's reply thereto (.3).	Krieger, A.	0.3
09/29/2002	Review Bank of America motion for stay relief to effect setoff (.3).	Krieger, A.	0.3
09/30/2002	Review Wachovia motion for stay relief to effect setoff (.2); telephone call M. Collins re extension of time for the Committee to review (.1); memo to C. Lane, J. Baer re Debtors' position on the setoff motions of B of A and Wachovia (.2); telephone call Jay Kapp re Debtors' position on set offs and review of case law authority for same (.1); memo to Todd Meyers re additional information on the letter of credit (.1).	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	1.3	\$ 475	\$ 617.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 617.50	

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TOTAL FOR THIS MATTER	\$ 617.50
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## STROOCK

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RE	Tax Issues 699843 0047
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DATE	DESCRIPTION	NAME	HOURS
09/24/2002	Attended to motion approving settlement agreement with the IRS re COLI interest issues and memo to M. Levy, M. Greenberg re same (.3).	Krieger, A.	0.3
09/29/2002	Review Debtors' motion for approval of IRS settlement of COLI issues (.8).	Krieger, A.	0.8
09/30/2002	E-mails re IRS related motion.	Greenberg, M.	0.2
09/30/2002	Memo to J. Baer re contact person for inquiries on the IRS settlement (.1); memos to and from M. Levy, M. Greenberg re IRS settlement motion (.2).	Krieger, A.	0.3
09/30/2002	Review Debtors' Motion to settle IRS claims re COLI issue and analysis.	Levy, M.	1.0

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Greenberg, Mayer	0.2	\$ 525	\$ 105.00
Krieger, Arlene	1.4	475	665.00
Levy, Mark	1.0	650	650.00

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,420.00
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TOTAL FOR THIS MATTER	\$ 1,420.00
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# STROOCK

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 98,202.00
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

## STROOCK

CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR EXPENSES INCURRED for the period through September 30, 2002, including:

DATE	DESCRIPTION	AMOUNT
<b>Outside Messenger Service</b>		
09/06/2002	NYC Two Ways Inc. Packages MCLAUGHLIN 08/23/02 17:44 M from 180 MAIDEN LA to 257	29.70
09/20/2002	Federal Express T#814154274785 R. SERRETTE to: DAVID SIEGAL COLUMBIA,MD	10.48
09/20/2002	Federal Express T#814154274796 R. SERRETTE to: WARREN SMITH DALLAS,TX	16.82
09/20/2002	Federal Express T#814154274800 R. SERRETTE to: FRANK PERCH WILMINGTON,DE	10.48
09/23/2002	FedEx Log 08/13/02 R SERRETE TO SYLVIA ASH	1.35
09/23/2002	FedEx Log 8/23/02 F Wilgmore to Moshe Sasson	20.31
<b>Outside Messenger Service Total</b>		<b>89.14</b>
<b>Meals</b>		
09/11/2002	VENDOR: Petty Cash; INVOICE#: 09/03/02; DATE: 9/11/02 - 09/02/02 NY PETTY CASH A.TARUSCHIO	13.64
<b>Meals Total</b>		<b>13.64</b>
<b>Local Transportation</b>		
09/03/2002	VENDOR: Ken Pasquale; INVOICE#: 08/28/02A; DATE: 9/3/02 - 08/20 COURT HEARING IN NEWARK, NJ - MILEAGE AND PARKING	18.76
09/11/2002	NYC Two Ways Inc. PASQUALE 08/26/02 14:01 M from 180 MAIDEN LA to NJ SUMMIT	74.79
09/11/2002	VENDOR: Petty Cash; INVOICE#: 09/03/02; DATE: 9/11/02 - 09/02/02 NY PETTY CASH A.TARUSCHIO	30.00
09/13/2002	VENDOR: Petty Cash; INVOICE#: 09/10/02; DATE: 9/13/02 -	47.41
STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI 180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM		

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DATE	DESCRIPTION	AMOUNT
	09/06/02 NY PETTY CASH E.HOLZBERG	
09/26/2002	VENDOR: Ken Pasquale; INVOICE#: 09/25/02; DATE: 9/26/02 - 09/03 PARKING & MILEAGE FOR COURT HEARING IN NEWARK, NJ	53.76
09/26/2002	VENDOR: Ken Pasquale; INVOICE#: 09/25/02; DATE: 9/26/02 - 09/18 PARKING & MILEAGE FOR COURT HEARING IN NEWARK, NJ	16.76
09/26/2002	VENDOR: Ken Pasquale; INVOICE#: 09/25/02; DATE: 9/26/02 - 09/24 PARKING & MILEAGE FOR COURT HEARING IN NEWARK, NJ	53.76
09/30/2002	VENDOR: Petty Cash; INVOICE#: 09/30/02; DATE: 9/30/02 - 09/23/02 NY PETTY CASH A.KRIEGER	5.50
<b>Local Transportation Total</b>		<b>300.74</b>
<b>Long Distance Telephone</b>		
09/03/2002	EXTN.3430, TEL.973-424-2031, S.T.09:42, DUR.05:42	2.34
09/04/2002	EXTN.3492, TEL.201-384-1279, S.T.14:26, DUR.06:30	2.73
09/05/2002	EXTN.5492, TEL.732-271-1999, S.T.15:30, DUR.25:00	9.75
09/05/2002	EXTN.5492, TEL.732-271-1999, S.T.16:30, DUR.01:12	0.78
09/05/2002	EXTN.5562, TEL.312-861-2460, S.T.11:59, DUR.00:54	0.39
09/06/2002	EXTN.5492, TEL.954-731-1035, S.T.17:34, DUR.00:12	0.39
09/11/2002	EXTN.5492, TEL.201-843-4900, S.T.12:25, DUR.02:54	1.17
09/11/2002	EXTN.5492, TEL.201-384-1279, S.T.15:49, DUR.00:24	0.39
09/11/2002	EXTN.5492, TEL.954-722-1445, S.T.16:21, DUR.01:06	0.78
09/11/2002	EXTN.5492, TEL.954-731-1035, S.T.18:13, DUR.08:54	3.51
09/11/2002	EXTN.5544, TEL.214-698-3868, S.T.14:51, DUR.02:24	1.17
09/11/2002	EXTN.5544, TEL.214-698-3868, S.T.15:50, DUR.06:18	2.73

## STROOCK

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DATE	DESCRIPTION	AMOUNT
09/12/2002	EXTN.5492, TEL.302-657-4924, S.T.16:10, DUR.01:30	0.78
09/12/2002	EXTN.5492, TEL.214-698-3868, S.T.16:18, DUR.05:00	1.95
09/12/2002	EXTN.5544, TEL.201-556-4040, S.T.11:11, DUR.01:12	0.78
09/12/2002	EXTN.5562, TEL.312-861-2000, S.T.09:14, DUR.01:54	0.78
09/13/2002	EXTN.5492, TEL.868-625-1091, S.T.15:43, DUR.11:30	40.81
09/13/2002	EXTN.5492, TEL.201-384-1279, S.T.15:48, DUR.06:12	2.73
09/13/2002	EXTN.5544, TEL.201-556-4021, S.T.16:51, DUR.08:24	3.51
09/13/2002	EXTN.6015, TEL.312-861-2000, S.T.13:43, DUR.01:42	0.78
09/16/2002	EXTN.5492, TEL.201-384-1279, S.T.10:04, DUR.03:06	1.56
09/16/2002	EXTN.5492, TEL.201-384-1279, S.T.10:15, DUR.02:00	0.78
09/17/2002	EXTN.5544, TEL.312-861-2162, S.T.15:39, DUR.03:12	1.56
09/17/2002	EXTN.5544, TEL.312-861-2366, S.T.15:53, DUR.12:00	4.68
09/17/2002	EXTN.6015, TEL.202-371-7000, S.T.11:56, DUR.05:48	2.34
09/18/2002	EXTN.3544, TEL.302-656-8162, S.T.14:41, DUR.01:36	0.78
09/18/2002	EXTN.5492, TEL.214-698-3868, S.T.11:53, DUR.04:18	1.95
09/18/2002	Cr card calls 7/02-8/02	6.68
09/19/2002	EXTN.5430, TEL.973-424-2031, S.T.10:19, DUR.00:24	0.39
09/20/2002	EXTN.5492, TEL.954-722-1445, S.T.11:52, DUR.02:48	1.17
09/20/2002	EXTN.5492, TEL.954-253-1393, S.T.12:05, DUR.02:18	1.17
09/20/2002	EXTN.5492, TEL.201-384-1279, S.T.12:08, DUR.00:12	0.39
09/20/2002	EXTN.5492, TEL.954-731-1035, S.T.12:16, DUR.00:48	0.39
09/20/2002	EXTN.5492, TEL.954-722-1445, S.T.12:47, DUR.01:24	0.78

## STROOCK

PAGE: 4

DATE	DESCRIPTION	AMOUNT
09/20/2002	EXTN.5492, TEL.954-722-1445, S.T.15:50, DUR.00:18	0.39
09/20/2002	EXTN.5492, TEL.302-657-4918, S.T.17:01, DUR.00:48	0.39
09/20/2002	EXTN.5562, TEL.203-719-8541, S.T.11:36, DUR.15:24	6.24
09/20/2002	EXTN.5760, TEL.973-424-2031, S.T.14:13, DUR.00:30	0.39
09/23/2002	EXTN.5430, TEL.973-424-2031, S.T.16:48, DUR.00:18	0.39
09/23/2002	EXTN.5492, TEL.201-384-1279, S.T.13:51, DUR.05:36	2.34
09/23/2002	EXTN.5492, TEL.214-698-3868, S.T.14:52, DUR.02:54	1.17
09/23/2002	EXTN.5492, TEL.214-698-3868, S.T.15:53, DUR.01:18	0.78
09/23/2002	EXTN.5492, TEL.214-698-3868, S.T.15:59, DUR.00:54	0.39
09/23/2002	EXTN.5492, TEL.954-722-1445, S.T.16:37, DUR.00:30	0.39
09/23/2002	EXTN.5544, TEL.312-384-7076, S.T.17:17, DUR.01:18	0.78
09/23/2002	EXTN.5760, TEL.312-861-2000, S.T.13:15, DUR.01:06	0.78
09/24/2002	EXTN.3544, TEL.214-698-3868, S.T.11:25, DUR.02:30	1.17
09/24/2002	EXTN.5492, TEL.954-731-1035, S.T.09:28, DUR.08:48	3.51
09/24/2002	EXTN.5492, TEL.201-384-1279, S.T.09:32, DUR.05:12	2.34
09/24/2002	EXTN.5492, TEL.954-731-1035, S.T.10:58, DUR.00:30	0.39
09/24/2002	EXTN.5492, TEL.954-731-1035, S.T.11:14, DUR.09:00	3.51
09/24/2002	EXTN.5492, TEL.201-384-1279, S.T.11:38, DUR.02:30	1.17
09/24/2002	EXTN.5492, TEL.503-293-4834, S.T.12:09, DUR.00:06	0.39
09/24/2002	EXTN.5492, TEL.757-575-0584, S.T.16:10, DUR.00:42	0.39
09/24/2002	EXTN.5562, TEL.203-719-8541, S.T.15:57, DUR.02:48	1.17
09/24/2002	EXTN.6015, TEL.312-861-2000, S.T.17:40, DUR.00:24	0.39

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PAGE: 5

DATE	DESCRIPTION	AMOUNT
09/25/2002	EXTN.3544, TEL.201-981-1125, S.T.09:53, DUR.02:48	1.17
09/25/2002	EXTN.5492, TEL.201-556-4021, S.T.11:23, DUR.03:12	1.56
09/25/2002	EXTN.5492, TEL.954-722-1445, S.T.15:20, DUR.04:06	1.95
09/25/2002	EXTN.5492, TEL.954-731-1035, S.T.17:26, DUR.00:06	0.39
09/25/2002	EXTN.5544, TEL.312-384-7076, S.T.15:45, DUR.00:12	0.39
09/26/2002	EXTN.5562, TEL.704-715-8040, S.T.16:31, DUR.00:54	0.39
09/27/2002	EXTN.5492, TEL.954-731-1035, S.T.17:13, DUR.02:42	1.17
09/27/2002	EXTN.5562, TEL.312-861-2000, S.T.11:43, DUR.01:42	0.78
09/27/2002	EXTN.5562, TEL.312-861-2000, S.T.11:45, DUR.05:24	2.34
09/27/2002	EXTN.5562, TEL.704-715-8040, S.T.17:02, DUR.07:30	3.12
09/30/2002	EXTN.5492, TEL.954-722-1445, S.T.10:21, DUR.07:24	3.12
09/30/2002	EXTN.5492, TEL.201-384-1279, S.T.12:41, DUR.00:06	0.39
09/30/2002	EXTN.5492, TEL.954-722-1445, S.T.13:03, DUR.00:36	0.39
09/30/2002	EXTN.5544, TEL.302-651-7700, S.T.09:41, DUR.01:06	0.78
<b>Long Distance Telephone Total</b>		<b>149.67</b>
<b>Duplicating Costs-in House</b>		
09/05/2002		4.50
09/06/2002		62.10
09/06/2002		0.70
09/06/2002		0.40
09/06/2002		0.60
09/09/2002		9.90
09/09/2002		1.70

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## STROOCK

PAGE: 6		
DATE	DESCRIPTION	AMOUNT
09/09/2002		0.20
09/10/2002		16.10
09/11/2002		3.80
09/11/2002		0.60
09/12/2002		0.90
09/13/2002		1.00
09/13/2002		2.40
09/13/2002		5.60
09/13/2002		0.10
09/16/2002		2.70
09/18/2002		1.60
09/18/2002		0.50
09/18/2002		0.40
09/18/2002		25.40
09/19/2002		0.10
09/19/2002		14.50
09/19/2002		3.40
09/20/2002		2.30
09/20/2002		22.10
09/24/2002		5.10
09/24/2002		1.20
09/24/2002		0.20

## STROOCK

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DATE	DESCRIPTION	AMOUNT
09/27/2002		1.00
09/27/2002		5.20
09/27/2002		3.00
<b>Duplicating Costs-in House Total</b>		<b>199.30</b>
<b>Duplicating Costs-Outside</b>		
09/05/2002	VENDOR: Group Digesting Services, Inc.; INVOICE#: 11276; DATE: 9/5/02 - William Hickey taken 06/21/02 Robert Beber taken 07/30/02 W.R. Grace & Company et al chapter 11	1,861.50
09/05/2002	VENDOR: Group Digesting Services, Inc.; INVOICE#: 11277; DATE: 9/5/02 - Lawrence Ellberger taken 07/25/02, Daniel Rourke taken 06/20/02 W.R. Grace & Company et al Chapter 11	2,061.25
<b>Duplicating Costs-Outside Total</b>		<b>3,922.75</b>
<b>Court Reporting Services</b>		
09/05/2002	VENDOR: Jane Rose Reporting Inc.; INVOICE#: 1055965; DATE: 8/15/02 - Deposition of Daniel Rourke PD- July 11, 2002 W R Grace Adversary Proceedings	1,056.35
09/05/2002	VENDOR: Jane Rose Reporting Inc.; INVOICE#: 1055960; DATE: 8/15/02 - Deposition of Lawrence Ellberger 07/25/02 W R Grace Adversary Proceedings	1,223.75
09/05/2002	VENDOR: Jane Rose Reporting Inc.; INVOICE#: 1055924; DATE: 8/6/02 - Deposition of Daniel Rourke 06/20/02 WR Grace Adversary Proceedings	933.05
09/05/2002	VENDOR: Jane Rose Reporting Inc.; INVOICE#: 1055956; DATE: 8/13/02 - Deposition of Kevin Collins 07/10/02 W R Grace Adversary Proceedings	1,083.35
09/05/2002	VENDOR: Jane Rose Reporting Inc.; INVOICE#: 1055950; DATE: 8/13/02 - Deposition of W. Brian McGowan 07/17/02 W R Grace Adversary Proceedings	319.60
09/05/2002	VENDOR: Jane Rose Reporting Inc.; INVOICE#: 1055943; DATE: 8/6/02 - Deposition of Dr. Thomas Florence 07/03/02 WR Grace Adversary Proceedings	1,095.10

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DATE	DESCRIPTION	AMOUNT
09/05/2002	VENDOR: Jane Rose Reporting Inc.; INVOICE#: 1055931; DATE: 8/6/02 - Deposition of William Hickey 06/21/02 W R Grace Adversary Proceedings	1,078.65
09/12/2002	VENDOR: Jane Rose Reporting Inc.; INVOICE#: 1056146; DATE: 9/2/02 - Deposition of Frank LaGreca- 07/23/02	777.80
09/12/2002	VENDOR: Jane Rose Reporting Inc.; INVOICE#: 1056153; DATE: 9/2/02 - Deposition of Robert Beber- Vols 1 &2 07/30 & 31 2002	1,270.40
09/12/2002	VENDOR: Jacqueline Kashmer, C.S.R.; INVOICE#: 176-02; DATE: 8/27/02 - Transcript of Proceedings held on July 25 2002 W.R. Grace	52.50
<b>Court Reporting Services Total</b>		<b>8,890.55</b>
<b>Process Service &amp; Calendar Watch</b>		
09/04/2002	VENDOR: Pacer Service Center; INVOICE#: 043002; DATE: 4/30/02 - Billing Cycle 04/01/02 - 04/30/02	56.42
09/11/2002	VENDOR: Pacer Service Center; INVOICE#: 070102; DATE: 7/1/02 - Obtaining Docket Sheets and Documents	75.18
09/24/2002	VENDOR: Pacer Service Center; INVOICE#: 080102; DATE: 8/1/02 - August 2002	148.05
<b>Process Service &amp; Calendar Watch Total</b>		<b>279.65</b>
<b>O/S Information Services</b>		
09/27/2002	VENDOR: Global Securities Information, Inc; INVOICE#: IN000118927; DATE: 8/31/02 - Usage through 8/31/02	14.08
<b>O/S Information Services Total</b>		<b>14.08</b>
<b>Facsimile Charges</b>		
09/06/2002	FAX # 735-2000	4.00
09/06/2002	FAX # 868-1229	4.00
09/22/2002	FAX # 570-1803	2.00
09/30/2002	FAX # 973-645-4549	6.00

## STROOCK

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DATE	DESCRIPTION	AMOUNT
<b>Facsimile Charges Total</b>		<b>16.00</b>
<b>Travel Expenses - Transportation</b>		
09/03/2002	VENDOR: Lewis Kruger; INVOICE#: 08/29/02; DATE: 9/3/02 - 08/26 ATTEND COURT HEARING IN WILMINGTON, DE - CABFARE	12.00
09/19/2002	VENDOR: CHASE Business Credit Card; INVOICE#: 090302; DATE: 9/3/02 - Visa Charge 8/23/02 L Kruger 8/26/02 Penn Station to Wilmington, DE	233.00
<b>Travel Expenses - Transportation Total</b>		<b>245.00</b>
<b>Travel Expenses - Meals</b>		
09/03/2002	VENDOR: Lewis Kruger; INVOICE#: 08/29/02; DATE: 9/3/02 - 08/26 ATTEND COURT HEARING IN WILMINGTON, DE - MEAL	6.00
<b>Travel Expenses - Meals Total</b>		<b>6.00</b>
<b>Westlaw</b>		
09/02/2002	; Duration 0:00:00; By TARUSCHIO ANNA	44.00
09/02/2002	; Duration 0:00:00; By TARUSCHIO ANNA	120.50
09/03/2002	; Duration 0:00:00; By TARUSCHIO ANNA	89.25
09/06/2002	; Duration 0:00:00; By TARUSCHIO ANNA	11.00
09/06/2002	; Duration 0:00:00; By TARUSCHIO ANNA	123.50
09/12/2002	; Duration 0:06:13; By PASQUALE KENNETH	51.94
09/23/2002	; Duration 0:28:34	308.56
09/26/2002	; Duration 0:00:00; By TARUSCHIO ANNA	350.50
<b>Westlaw Total</b>		<b>1,099.25</b>
<b>Word Processing - Logit</b>		
09/17/2002		300.00
09/18/2002		42.00

## STROOCK

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DATE	DESCRIPTION	AMOUNT
	<b>Word Processing - Logit Total</b>	<b>342.00</b>

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 BILL DISBURSEMENT SUMMARY
 

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Outside Messenger Service	\$ 89.14
Meals	13.64
Local Transportation	300.74
Long Distance Telephone	149.67
Duplicating Costs-in House	199.30
Duplicating Costs-Outside	3922.75
Court Reporting Services	8890.55
Process Service & Calendar Watch	279.65
O/S Information Services	14.08
Facsimile Charges	16.00
Travel Expenses - Transportation	245.00
Travel Expenses - Meals	6.00
Westlaw	1099.25
Word Processing - Logit	342.00

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TOTAL DISBURSEMENTS/CHARGES	\$ 15,567.77
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
 Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.